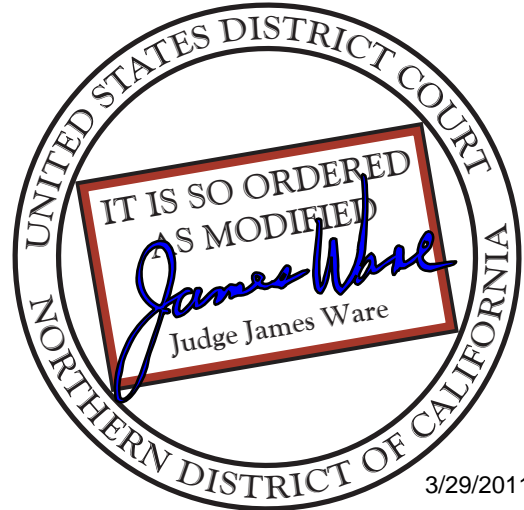


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3/29/2011

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

In re CELERA CORP. DERIVATIVE	)	Lead Case No. C 10-02935 JW
LITIG.	)	
	)	STIPULATION AND [PROPOSED]
This Document Relates To:	)	ORDER SETTING EXPEDITED
	)	BRIEFING SCHEDULE AND TAKING
ALL ACTIONS	)	MOTIONS TO DISMISS OFF CALENDAR
	)	
	)	

WHEREAS, Plaintiffs in the above-captioned case have filed a Motion for Leave to File an Amended Consolidated Shareholder Derivative Complaint to address a new development whereby Nominal Defendant Celera Corporation is being acquired through a tender offer by Quest Diagnostics Incorporated;

WHEREAS, the tender offer will expire on April 25, 2011 and therefore Plaintiffs seek to shorten time for this motion to be heard from the Court set date of June 27, 2011;

WHEREAS, Plaintiffs seek to expedite discovery regarding the new claims alleged in the proposed Amended Complaint;

WHEREAS, if the Court grants Plaintiffs' motion to amend, Defendants seek to temporarily stay for 30 days the new claims alleged in Plaintiffs' proposed Amended Complaint in favor of a parallel proceeding in Delaware;

WHEREAS, in the interests of efficiency for the Court and the parties, Defendants seek

1 to have their motion for a temporary stay heard at the same time as Plaintiffs' motions;

2 WHEREAS, the parties agree that in light of Plaintiffs' motion to amend their complaint,  
3 the currently pending motions to dismiss (Docket Nos. 30 & 31), are withdrawn. The Clerk of  
4 Court shall vacate the April 11, 2011 hearing and terminate these motions from the Docket.

5 WHEREAS, pursuant to Northern District Local Rule 6-2, Plaintiffs and Defendants met  
6 and conferred and agreed upon an expedited proposed schedule to address the parties' other  
7 motions;

8 WHEREAS, the Court previously has entered the following scheduling modifications: (i)  
9 on November 2, 2010, pursuant to stipulation the Court continued the case management  
10 conference scheduled for November 15, 2010 to March 28, 2011; (ii) on December 16, 2010, the  
11 Court continued the hearing on Defendants' motions to dismiss from March 7, 2011 to April 11,  
12 2011, took the case management conference scheduled for March 28, 2011 off calendar, and  
13 modified the briefing schedule for Defendants' motions to dismiss accordingly; and (iii) on  
14 January 14, 2011, pursuant to stipulation the Court extended Defendants' deadline to file their  
15 motions to dismiss from January 17, 2011 to January 18, 2011;

16 NOW THEREFORE, Plaintiffs and Defendants, through their counsel of record, stipulate  
17 to the following:

18 IT IS HEREBY STIPULATED that

19 (i) Defendants will file their opposition to Plaintiffs' motion to amend on Wednesday,  
20 March 30, 2011;

21 (ii) Defendants will file their motion for a temporary stay on Monday, March 28, 2011.  
22 Plaintiffs will file their opposition to that motion on Wednesday, March 30, 2011;

23 (iii) Plaintiffs will file their motion for expedited discovery on Monday, March 28, 2011.  
24 Defendants will file their opposition to that motion on Wednesday, March 30, 2011;

25 (iv) Plaintiffs and Defendants waive the right to file reply briefs in connection with the  
26 above-referenced motions;

27 (v) Plaintiffs and Defendants seek to have the above-referenced motions heard by the  
28

1 Court on **April 18, 2011 at 9:00 AM.**

2  
3 (vi) Defendants' pending motions to dismiss scheduled to be heard on April 11, 2011,  
4 are withdrawn. The Clerk of Court shall terminate these Motions from the Docket.

5  
6 IT IS SO STIPULATED:

7  
8 DATED: March 28, 2011

GARDY & NOTIS, LLP

9 By: /s/ Jennifer Sarnelli

Jennifer Sarnelli

10 Attorney for Plaintiffs

11 GARDY & NOTIS, LLP

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14 jsarnelli@gardylaw.com

15 DATED: March 28, 2011

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16 JORDAN ETH

JUDSON LOBDELL

17 DANIEL J. VECCHIO

18 By: /s/ Jordan Eth

19 Jordan Eth

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23 Counsel for Nominal Defendant Celera

24 Corporation and Individual Defendants Kathy

Ordoñez, Joel R. Jung, Ugo Deblasi

25 William G. Green, Richard H. Ayers, Jean-Luc


Bélingard, Gail K. Naughton, Wayne I. Roe,

26 Peter Barton Hutt, and Bennett M. Shapiro

**ORDER**

PURSUANT TO STIPULATION, IT IS SO ORDERED AS MODIFIED.

DATED: March 29, 2011

  
\_\_\_\_\_  
THE HONORABLE JAMES WARE  
UNITED STATES DISTRICT JUDGE

**ECF CERTIFICATION**

I, Jordan Eth, am the ECF User whose ID and password are being used to file this  
**STIPULATION AND [PROPOSED] ORDER SETTING EXPEDITED BRIEFING  
SCHEDULE AND TAKING MOTIONS TO DISMISS OFF CALENDAR.** In compliance  
with General Order 45, X.B., I hereby attest that Jennifer Sarnelli has concurred in this filing.

DATED: March 28, 2011

By: /s/ Jordan Eth  
Jordan Eth